

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	:	Chapter 11
	:	
W.R. GRACE & CO., <i>et al.</i> ,	:	Case No. 01-1139 (JKF)
	:	
Debtors.	:	(Jointly Administered)


**NO ORDER REQUIRED CERTIFICATION OF NO OBJECTION TO FIFTY-
SECOND MONTHLY APPLICATION OF KLETT ROONEY LIEBER &
SCHORLING, CO-COUNSEL TO THE OFFICIAL COMMITTEE OF EQUITY
HOLDERS, FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD FEBRUARY 1, 2006 THROUGH FEBRUARY 28, 2006
[RE: DOCKET NO. 12170]**

On March 30, 2006, Klett Rooney Lieber & Schorling, (“Klett Rooney”), co-counsel to the Official Committee of Equity Holders, filed its Fifty-Second Monthly Application for Compensation and Reimbursement of Expenses [Docket No. 12170] (the “Application”). The Application provided an objection deadline of 4:00 p.m. (Eastern Standard Time) on April 19, 2006. The undersigned hereby certifies that she has received no answer, objection or any responsive pleading with respect to the Application and that no answer, objection or any responsive pleading with respect to the Application has been filed with the Court.

Pursuant to the Amended Administrative Order Under 11 U.S.C. Sections 105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members dated April 19, 2002, the Debtors are authorized to pay Klett Rooney \$22,744.40 which represents eighty percent (80%) of the total fees (\$28,430.50), and \$84.70, which represents 100% of the expenses requested in the Application upon the filing of this

Certification and without the need for entry of a Court order approving the Application.

KLETT ROONEY LIEBER & SCHORLING
A Professional Corporation

By: 
Teresa K. D. Currier (No. 3080)
The Brandywine Building
1000 West St., Suite 1410
Wilmington, DE 19801

-and-

KRAMER LEVIN NAFTALIS & FRANKEL LLP
Philip Bentley, Esquire
Gary M. Becker, Esquire
919 Third Avenue
New York, NY 10022
(212) 715-9100

Co-Counsel to the Official Committee of
Equity Holders

Dated: April 21, 2006